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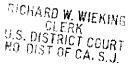
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William C. Mercer, KIRKLAND & ELLIS LLP, 153 East 53rd Street, New York, New York 10022, (212) 446-4800

FILED

UNITED STATES DISTRICT COURT [[]] [[]] NORTHERN DISTRICT OF CALIFORNIA - - -

SANDISK CORPORATION,



CASE NO. 5:07-cv-03618

Plaintiff(s),

LUCENT TECHNOLOGIES INC. AND ALCATEL-LUCENT, S.A.,

APPLICATION FOR ADMISSION OF ATTORNEY PRO HAC VICE

Defendant(s).

Pursuant to Civil L.R. 11-3, William C. Mercer , an active member in good standing of the bar of the States of New York and Connecticut , hereby applies for admission to practice in the Northern District of California on a pro hac vice basis representing Defendants in the above-entitled action.

In support of this application, I certify on oath that:

- I am an active member in good standing of a United States Court or of the highest court of another State or the District of Columbia, as indicated above;
- I agree to abide by the Standards of Professional Conduct set forth in Civil Local Rule 11-4, to comply with General Order No. 45, Electronic Case Filing, and to become familiar with the Local Rules and the Alternative Dispute Resolution programs of this Court; and,
- 3. An attorney who is a member of the bar of this Court in good standing and who maintains an office within the State of California has been designated as co-counsel in the above-entitled action. The name, address and telephone number of that attorney is:

Jenny N. Lee, KIRKLAND & ELLIS LLP, 555 California Street, San Francisco, California 94104-1501, (415) 439-1400

I declare under penalty of perjury that the foregoing is true and correct.

Dated: 11-19-2007

William C. Mercer

Court Name: U.S. District Court, NDCA Division: 5 Receipt Number: 54611602172 Cashier ID: harwellt Transaction Date: 12/83/2007 Payer Name: Kirkland and Ellis

PRO HAC VICE
For: William C. Hercer
Came/Party: D-CAM-5-87-AT-PROHAC-801
Amount: 4218.80

CHECK Check/Money Order Mum: 18886 Amt Tendered: \$210.00

Jotal Due: \$210.00 Total Tendered: \$210.00 Change Aut: \$8.00

Case # 07-cv-03618-JF

For Attorney: William C. Mercer

Checks and drafts are accepted subject to collections and full credit will only be given when the check or draft has been accepted by the financial institution on which it was drawn.